

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

REDDIT, INC.,

Plaintiff,

v.

SERPAPI LLC,
OXYLABS UAB, AWMPROXY, and
PERPLEXITY AI, INC.,

Defendants.

Case No. 25-cv-08736-PAE

Hon. Paul A. Engelmayer, USDJ

**PERPLEXITY’S REPLY MEMORANDUM OF LAW
IN SUPPORT OF ITS MOTION FOR AN ORDER AUTHORIZING
PROSKAUER ROSE LLP TO APPEAR AS COUNSEL**

I. INTRODUCTION

Reddit’s opposition rests on rewriting history. It argues that Proskauer dropped Reddit “like a hot potato” for Perplexity, so Reddit should be treated like a current, not former, client. ECF 166 at 2, 21. But when Perplexity first approached Proskauer in the fall of 2025, and Reddit—then a Proskauer client—rejected Proskauer’s request for a waiver, Proskauer turned Perplexity away. Proskauer separately determined not to continue its Reddit representation after Reddit’s refusal to accommodate, but it did not then engage with Perplexity. It was only months later in August 2026, after this Court’s decisions on the motions to dismiss, that Perplexity reached out to Proskauer again, asking whether Proskauer could represent it here. Still, Proskauer did not just say yes. It insisted on obtaining clearance from the Court, given Reddit’s objection. By then, Reddit was a former client. The successive-representation standard governs, the hot-potato doctrine does not apply, and Reddit makes no showing of prejudice. Accordingly, the Court should grant Perplexity’s motion to allow Proskauer to appear.¹

II. ARGUMENT

When Perplexity Renewed Its Request to Proskauer, Reddit Was a Former Client. Reddit concedes, as it must, that “[t]he status of the relationship is assessed at the time the conflict arises.” ECF 166 at 16. Perplexity’s initial inquiry to Proskauer in Fall 2025 created no conflict because Proskauer declined it. What is now before the Court arose in August 2026, when Perplexity approached Proskauer after the firm had obtained dismissal of Google’s parallel suit against SerpApi in the Northern District of California. ECF 127 at 5; ECF 128 (“Barksdale Decl.”) ¶¶ 13-16. Proskauer’s Reddit engagement ended in January 2026, seven months before Perplexity sought

¹ To avoid unnecessary repetition, Perplexity adopts and incorporates the points and arguments in Proskauer’s separate reply brief.

to engage Proskauer here. *See* ECF 166 at 7. Because Reddit was a former client in August 2026, Rule 1.9’s successive-representation standard governs.² N.Y. Rules of Pro. Conduct r. 1.9(a) (22 N.Y.C.R.R. § 1200.0).

Reddit Identifies No Prejudice or Trial Taint. As Perplexity noted in its opening brief, disqualification is warranted only “in the rare circumstance where an attorney’s conduct poses a significant risk of trial taint.” ECF 127 at 6 (quoting *John Wiley & Sons, Inc. v. Book Dog Books, LLC*, 126 F. Supp. 3d 413, 419 (S.D.N.Y. 2015)). Absent that, an “appearance of impropriety is simply too slender a reed on which to rest a disqualification order.” *Id.* (quoting *Bd. of Educ. of City of N.Y. v. Nyquist*, 590 F.2d 1241, 1247 (2d Cir. 1979)).

Reddit’s cases are not contrary. *GSI Com. Sols., Inc. v. BabyCenter, L.L.C.*, 618 F.3d 204, 209 (2d Cir. 2010), confirms that “disqualification is warranted only if ‘an attorney’s conduct tends to taint the underlying trial.’” Unlike here, that was a concurrent representation case: “an attorney’s simultaneous representation of one existing client in a matter adverse to another existing client.” *Id.* Reddit does not claim simultaneous adverse representation here, nor could it.

First NBC Bank v. Murex, LLC, 259 F. Supp. 3d 38, 56 (S.D.N.Y. 2017) (Engelmayer, J.), is also a concurrent representation case. There, this Court noted, “Where an attorney’s conduct tends to taint a trial, disqualification is warranted.” *Id.* (citing cases). *First NBC Bank* identified two sources of trial taint that may support disqualification: misuse of privileged information against a client, and inability to exercise independent judgment. *Id.* Reddit claims neither.

² Reddit speculates that Proskauer and Perplexity might have had some secret “understanding” to revisit the issue if the motion to dismiss failed. ECF 166 at 20. But no evidence supports that speculation, and the record contradicts it: Perplexity’s renewed request was prompted by contemporaneous events—the Google dismissal and this Court’s ruling. Barksdale Decl. ¶¶ 13-16; ECF 129, (“Kass Decl.”), ¶ 14. Reddit also suggests that Perplexity fired its prior counsel and announced that Proskauer would represent it. ECF 166 at 7. That too is speculative embellishment. Perplexity’s prior counsel, Keeker Van Nest & Peters, withdrew of its own accord once Perplexity informed it that Perplexity was seeking representation from Proskauer.

In fact, Reddit identifies no prejudice at all. It concedes it “does not have a basis to challenge the effectiveness of” the ethical wall Proskauer implemented to protect Reddit’s confidential information. ECF 166 at 20 n.7. Its argument thus reduces to claimed unfairness arising from emails concerning Proskauer’s withdrawal from representing it. Proskauer addresses that issue in its separate briefs.

Absent Trial Taint or Prejudice, Perplexity’s Choice of Counsel Controls. In an attempt to downplay Perplexity’s choice of counsel, Reddit notes other litigations where Perplexity has engaged other counsel. ECF 166 at 14-15. The fact that Perplexity has chosen other counsel in different types of cases (principally copyright infringement cases) is irrelevant. Reddit does not dispute that none of those other firms has Proskauer’s record or experience in scraping and DMCA defense, let alone in litigation involving the same underlying Google technology and Reddit-Google agreement at issue here.

Reddit next contends that “Perplexity’s right to counsel of its choosing does not outweigh Reddit’s same right.” ECF 166 at 21-22. That conflates two cases. Reddit points to the *Williams* matter, where it hired Proskauer. Reddit resolved its interest in that case by consenting to Proskauer’s withdrawal on negotiated terms, which, as explained in the Proskauer briefs, were unrelated to Proskauer’s involvement in this matter. Disqualifying Proskauer has no bearing on Reddit’s choice of counsel in *Williams*. It would only take away Perplexity’s choice in this case.

Lastly, Reddit argues that “if Perplexity’s choice of counsel controlled, the hot-potato doctrine would be largely meaningless,” because a firm’s “hot-potato gambit would always work.” ECF 166 at 22. But Reddit was never hot-potatoed. Reddit declined consent to Proskauer’s involvement initially, so Perplexity hired other counsel. Perplexity deferred to Reddit’s current-client status then; Reddit now asks the Court to turn that deference into a permanent veto. Reddit

has no such right. Once a client becomes a former client, a firm may be adverse to it except in the same or a substantially related matter. *See* N.Y. Rules of Pro. Conduct r. 1.9(a) (22 N.Y.C.R.R. § 1200.0). Reddit makes no argument of substantial relatedness, and, as Proskauer explains, any such argument would fail.

III. CONCLUSION

For the foregoing reasons, and the reasons in Proskauer's separate briefs, the Court should grant Perplexity's motion for an order authorizing Proskauer Rose LLP to appear as counsel.

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Respectfully submitted,

N. READ & CO. PLLC

By: /s/ Nathaniel P. T. Read
Nathaniel P. T. Read

260 Madison Ave. 16th Floor
New York, NY 10016
Phone: (212) 750-3771
nread@readandco.com

Attorney for Defendant Perplexity AI, Inc.