

I, Xin-Yi Zhou, declare as follows:

1. I am an attorney admitted to practice law in the State of California and before this Court *pro hac vice*. I am an associate at O'Melveny & Myers LLP, counsel to Advanced Micro Devices, Inc. and AMD International Sales & Service Ltd. (jointly, "AMD") in this action. The matters contained in this Declaration are based on personal knowledge, except those matters stated on information and belief, and if called as a witness, I would competently testify under oath as to them.

2. Attached as **Exhibit 1** is a true and correct copy of the Declaration of William T. Siegle in Support of AMD's Motion to Compel, filed with this Court on October 30, 2006.

3. Attached as **Exhibit 2** is a true and correct copy of the Declaration of Dewey Overholser in Support of AMD's Motion to Compel, filed with this Court on October 30, 2006.

4. Attached as **Exhibit 3** is a true and correct copy of the relevant pages from AMD's Form 10-K (Annual Report), filed with the SEC on March 29, 1999.

5. Attached as **Exhibit 4** is a true and correct copy of the relevant pages from AMD's Form 10-K405 (Annual Report (Regulation S-K, item 405)), filed with the SEC on March 20, 2001.

6. Attached as **Exhibit 5** is a true and correct copy of an article entitled "The Slot Thickens," first published in the February 1998 issue of BYTE Magazine, and printed from BYTE.com on January 14, 2009.

7. Attached as **Exhibit 6** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 67855DOC5000282-97, and introduced as Exhibit 970 at the deposition of Shervin Kheradpir.

8. Attached as **Exhibit 7** is a true and correct copy of an Intel document entitled "Intel Worldwide Manufacturing and Assembly/Test Sites At A Glance" printed from Intel's

website at: http://www.intel.com/pressroom/kits/manufacturing/manufacturing_at_a_glance.pdf
on January 14, 2009.

9. Attached as **Exhibit 8** is a true and correct copy of the relevant pages from the transcript of the Deposition of William T. Siegle, dated July 9-10, 2008 (“Siegle Dep.”).

10. Attached as **Exhibit 9** is a true and correct copy of an article entitled “Intel chief executive confirms massive \$12bn spending promises for this year,” first published by Electronics Weekly on March 7, 2001, and printed from ElectronicsWeekly.com on January 14, 2009.

11. Attached as **Exhibit 10** is a true and correct copy of a document produced by AMD in this action, bearing the Bates numbers AMD-F118-00000006-24.

12. Attached as **Exhibit 11** is a true and correct copy of a list of “Manufacturing Fabrication Facilities (Fabs)” operated by Spansion Inc. printed from Spansion’s website at: http://www.spansion.com/flash_memory_technology/manufacturing/fabrication.html on January 14, 2009.

13. Attached as **Exhibit 12** is a true and correct copy of an article entitled “Fab Repurposing Raises New Opportunities,” first published by Semiconductor International Magazine on June 20, 2008, and printed from Semiconductor International’s website on January 14, 2009.

14. Attached as **Exhibit 13** is a true and correct copy of the relevant pages from the transcript of the Deposition of Daryl Ostrander, dated July 30-31 and August 1, 2008 (“Ostrander Dep.”).

15. Attached as **Exhibit 14** is a true and correct copy of a document produced by AMD in this action, bearing the Bates numbers AMD-F096-5102317-329, and previously filed

with this Court on November 21, 2008, as Exhibit 24 to the Declaration of Daniel S. Floyd in Support of Intel's Mot. to Dismiss ("Floyd Decl.").

16. Attached as **Exhibit 15** is a true and correct copy of a document produced by AMD in this action, bearing the Bates numbers AMD-F012-00003500-02, and previously filed with this Court on November 21, 2008, as Exhibit 25 to the Floyd Declaration.

17. Attached as **Exhibit 16** is a true and correct copy of a document produced by AMD in this action, bearing the Bates numbers AMD-F096-5102278-98, and previously filed with this Court on November 21, 2008, as Exhibit 27 to the Floyd Declaration.

18. Attached as **Exhibit 17** is a true and correct copy of a document produced by AMD in this action, bearing the Bates numbers AMD-F063-00011845-60.

19. Attached as **Exhibit 18** is a true and correct copy of the relevant pages from "PC Processors and Chip sets, Updated Edition 1Q2005, Market Strategy and Forecast Report," published by Mercury Research, Inc.

20. Attached as **Exhibit 19** is a true and correct copy of a document produced by AMD in this action bearing the Bates numbers AMD-F118-00000026-60.

21. Attached as **Exhibit 20** is a true and correct copy of an article published by EE Times on November 29, 2001 entitled "Fujitsu to close Gresham flash memory fab" printed from the website of EE Times Europe on November 29, 2008.

22. Attached as **Exhibit 21** is a true and correct copy of an IBM document produced by IBM in this action bearing the Bates numbers IBM00000403-20.

23. Attached as **Exhibit 22** is a non-distorted reprint of one page from an AMD document produced to Intel in this case and the embedded data associated with the chart. The complete document is before this Court as Ex. 31 of the Floyd Declaration, filed on November

21, 2008. Page 1 of **Exhibit 22** corresponds to page AMD-F118-5100070 of Ex. 31 of the Floyd Declaration.

24. Attached as **Exhibit 23** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 66667DOC5000001-5.

25. Attached as **Exhibit 24** is a true and correct copy of the relevant pages from the transcript of the *Deposition of Jeffrey Hoogenboom*, dated May 29-30, 2008 (“Hoogenboom Dep.”).

26. Attached as **Exhibit 25** is a true and correct copy of an IBM document produced by IBM in this action, bearing the Bates numbers IBM00000380-90.

27. Attached as **Exhibit 26** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates numbers LNVO002083-84.¹

28. Attached as **Exhibit 27** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates numbers LNVO002542-43.

29. Attached as **Exhibit 28** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates number LNVO002706.

30. Attached as **Exhibit 29** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 66657DOC5000006-08.

31. Attached as **Exhibit 30** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates numbers LNVO002879-89.

32. Attached as **Exhibit 31** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates numbers LNVO002866-67.

¹ Lenovo Group Limited acquired IBM’s Personal Computer division in 2005.

33. Attached as **Exhibit 32** is a true and correct copy of a Lenovo document produced by Lenovo in this action, bearing the Bates number LNVO006343.

34. Attached as **Exhibit 33** is a true and correct copy of the relevant pages from the transcript of the Deposition of James Edward Ellett, dated May 23, 2008 ("Ellett Dep.").

35. Attached as **Exhibit 34** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 67497DOC5000068-69.

36. Attached as **Exhibit 35** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates number 67497DOC5000636.

37. Attached as **Exhibit 36** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 67522DOC0001432-37.

38. Attached as **Exhibit 37** is a true and correct copy of an AMD document produced by AMD in this action, bearing the Bates numbers AMD-F063-00201916-17.

39. Attached as **Exhibit 38** is a true and correct copy of an Intel document produced by Intel in this action, bearing the Bates numbers 66678DOC5001486-90.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 22 day of January, 2009, in Los Angeles, California.



Xin-Yi Zhou

CERTIFICATE OF SERVICE

I hereby certify that on January 23, 2009, I electronically filed the foregoing document with the Clerk of Court using CM/ECF and have sent by Hand Delivery and Electronic Mail to the following:

Richard L. Horwitz, Esquire
Potter Anderson & Corroon LLP
1313 North Market Street
P. O. Box 951
Wilmington, DE 19899

James L. Holzman, Esquire
Prickett, Jones & Elliott, P.A.
1310 King Street
P.O. Box 1328
Wilmington, DE 19899-1328

I hereby certify that on January 23, 2009, I have sent by Electronic Mail the foregoing document to the following non-registered participants:

Darren B. Bernhard, Esquire
Howrey LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004-2402

Robert E. Cooper, Esquire
Daniel S. Floyd, Esquire
Gibson, Dunn & Crutcher LLP
333 South Grand Avenue
Los Angeles, California 90071-3197

Daniel A. Small, Esquire
Cohen Milstein, Hausfeld & Toll, L.L.C.
1100 New York Avenue, N.W.
Suite 500 - West Tower
Washington, DC 20005

/s/ Frederick L. Cottrell, III
Frederick L. Cottrell, III (#2555)
cottrell@rlf.com

CERTIFICATE OF SERVICE

I hereby certify that on January 30, 2009, I electronically filed the foregoing document with the Clerk of Court using CM/ECF and have sent by Electronic Mail to the following:

Richard L. Horwitz, Esquire
Potter Anderson & Corroon LLP
1313 North Market Street
P. O. Box 951
Wilmington, DE 19899

James L. Holzman, Esquire
Prickett, Jones & Elliott, P.A.
1310 King Street
P.O. Box 1328
Wilmington, DE 19899-1328

I hereby certify that on January 30, 2009, I have sent by Electronic Mail the foregoing document to the following non-registered participants:

Darren B. Bernhard, Esquire
Howrey LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004-2402

Robert E. Cooper, Esquire
Daniel S. Floyd, Esquire
Gibson, Dunn & Crutcher LLP
333 South Grand Avenue
Los Angeles, California 90071-3197

Daniel A. Small, Esquire
Cohen Milstein, Hausfeld & Toll, L.L.C.
1100 New York Avenue, N.W.
Suite 500 - West Tower
Washington, DC 20005

/s/ Frederick L. Cottrell, III
Frederick L. Cottrell, III (#2555)
cottrell@rlf.com