

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

ADVANCED MICRO	)	
DEVICES, INC., a	)	
Delaware	)	
corporation, and AMD	)	Civil Action No.
INTERNATIONAL SALES	)	05-441- JJF
& SERVICE, LTD., a	)	
Delaware	)	
corporation,	)	
	)	
Plaintiff,	)	
	)	
v.	)	
	)	
INTEL CORPORATION, a	)	
Delaware	)	
corporation, and	)	
INTEL KABUSHIKI	)	
KAISHA, a Japanese	)	
corporation,	)	
Defendants.	)	

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IN RE:	)	
INTEL CORP.	)	
MICROPROCESSOR	)	
ANTITRUST LITIGATION	)	Civil Action No.
PHIL PAUL, on behalf	)	05-MD-1717-JJF
of himself and all	)	
others similarly	)	Civil Action
situated,	)	No. 05-485-JJF
	)	
Plaintiffs,	)	CONSOLIDATED ACTION
	)	
v.	)	
	)	
INTEL CORPORATION,	)	
	)	
Defendant.	)	

Reporter: ELLEN CORBETT HANNUM, RMR, CMRS, CLR

Teleconference

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10 A teleconference was taken pursuant to notice  
11 before Ellen Corbett Hannum, Registered Merit Reporter,  
12 in the law offices of Blank Rome, LLP, 1201 N. Market  
13 Street, Suite 800, Wilmington, Delaware, on Wednesday,  
14 June 6, 2007, beginning at approximately 4:00 p.m., there  
15 being present:

16 BEFORE: THE SPECIAL MASTER VINCENT J. POPPITI, JR.

17 ALSO PRESENT: DAVID W. CARICKHOFF, ESQUIRE

18 APPEARANCES:

19 RICHARDS, LAYTON & FINGER, P.A.  
20 BY: FREDERICK COTTRELL, ESQ.  
21 and  
22 O'MELVENY AND MYERS  
23 BY: LINDA SMITH, ESQ.  
24 JENNIFER LASER, ESQ.

(Los Angeles, California)

Attorneys for Advanced Micro  
Devices, Inc. and AMD International  
Sales & Service, Ltd.

POTTER ANDERSON & CORROON  
BY: HARDING DRANE, ESQ.  
and  
BRINGHAM McCUTCHEN LLP  
BY: RICHARD A. RIPLEY, ESQ.

Attorneys for Intel Corporation  
and Intel Kabushiki Kaisha

1 APPEARANCES (CONTINUED):

2

PRICKETT, JONES & ELLIOTT  
BY: J. CLAYTON ATHEY, ESQUIRE  
and

3

4

COHEN, MILSTEIN, HAUSFELD & TOLL,  
P.L.L.C.

5

BY: DANIEL A. SMALL, ESQ.  
(Washington, D.C.)

6

and  
FINKELSTEIN THOMPSON LLP  
BY: RICHARD M. VOLIN, ESQUIRE

7

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Attorneys for the Class  
Plaintiffs

9

10

MORRIS, NICHOLS, ARSHT & TUNNEL  
BY: MARY B. GRAHAM, ESQUIRE  
BY: MIKE POWELL, ESQUIRE

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Attorneys on behalf of Fry's  
Electronics

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THE SPECIAL MASTER: Hello all. I don't

17

know whether everyone is on yet. I understand that Fred

18

Cottrell is on, Mary Graham, Richard Volin and Dan Small.

19

David just walked in.

20

MR. ATHEY: Clayton Athey. Good

21

afternoon, Your Honor.

22

THE SPECIAL MASTER: Good afternoon.

23

MR. DRANE: Harding Drane.

24

THE SPECIAL MASTER: Thank you very

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1 much.

2 MR. POWELL: Mike Powell representing

3 Fry's.

4 THE SPECIAL MASTER: Thank you very

5 much.

6 Are we expecting anyone else? Does

7 anyone know?

8 MR. SMALL: I don't believe there will

9 be anyone for the class plaintiffs, Your Honor.

10 MR. POWELL: There won't be anyone else

11 for Fry's.

12 MR. DRANE: Your Honor, I don't know if

13 Richard Ripley is on for Intel, I expect him to

14 participate.

15 THE SPECIAL MASTER: I did not hear

16 Mr. Ripley.

17 MR. COTTRELL: Your Honor, Fred Cottrell

18 for AMD, I am expecting one or two from O'Melveny, I

19 don't know whether they joined yet.

20 MS. SMITH: Your Honor, Linda Smith.

21 THE SPECIAL MASTER: Hello.

22 Let's go back and do a roll call when

23 everyone is on.

24 MR. SMALL: This is Dan Small for the

1 class plaintiffs.

2 THE SPECIAL MASTER: Thank you,  
3 Mr. Small.

4 MR. ATHEY: Clay Athey for the class  
5 plaintiffs.

6 MR. VOLIN: Richard Volin for the class  
7 plaintiffs.

8 THE SPECIAL MASTER: Thank you.

9 MR. POWELL: Mike Powell.

10 THE SPECIAL MASTER: Thanks.

11 MS. GRAHAM: Mary Graham for Fry's.

12 THE SPECIAL MASTER: Thank you.

13 MS. SMITH: Linda Smith and Jennifer  
14 Laser for AMD.

15 MR. COTTRELL: And, Your Honor, Fred  
16 Cottrell in Wilmington for AMD.

17 THE SPECIAL MASTER: Thank you.

18 MR. DRANE: This is Harding Drane in  
19 Wilmington for Intel.

20 THE SPECIAL MASTER: Okay. Please.

21 MR. DRANE: And I believe I heard  
22 Richard Ripley.

23 MR. RIPLEY: Yes.

24 THE SPECIAL MASTER: You did.

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1 MR. SMALL: Your Honor, this is Dan  
2 small.

3 Would you like me to proceed with our  
4 negotiations?

5 THE SPECIAL MASTER: Yes, if you would.

6 MR. SMALL: We were originally supposed  
7 to talk last Friday, but at Fry's' request we put off the  
8 conference until today so that Fry's would have an  
9 opportunity to consider the outstanding proposal we had  
10 made to try and bring our negotiations to a close and  
11 reach agreement on the data that Fry's would produce to  
12 us and other parties in the case.

13 And we did receive a counter proposal  
14 from Fry's very late last night. The proposal appears to  
15 represent very significant progress, and I actually say,  
16 with some caution, that we may be close to an agreement.

17 THE SPECIAL MASTER: Good.

18 MR. SMALL: We had a call earlier today,  
19 just actually about an hour or so ago with Fry's, to ask  
20 some questions about the latest proposal, make sure we  
21 understand exactly what it entails. Fry's' counsel was  
22 not able to answer all our questions at that point,  
23 although he helped advance the ball, but we did have some  
24 additional questions that Fry's is going to go back to

1 whomever it needs to talk to to get answers.

2                   And we have scheduled a call for  
3 tomorrow so, hopefully, get answers to those questions  
4 and see if we can bring conclusion, at least to reach an  
5 agreement in principle as to the date of production.

6                   If we do reach an agreement in  
7 principle, we talked about the idea that it would make  
8 sense to reduce that to writing. And it's our hope that  
9 we can accomplish all of that by mid-week next week.

10                   THE SPECIAL MASTER: Okay.

11                   MR. SMALL: With that in mind we also  
12 think, Your Honor, if you have time on your calendar that  
13 it would make sense to reserve a short amount of time for  
14 next Wednesday so that we can either report back to you  
15 that we reached agreement at that point or if we haven't  
16 to notify you of whatever the outstanding issues may be.

17                   THE SPECIAL MASTER: Okay. May I hear  
18 from Fry's, please.

19                   MR. POWELL: This is Mike Powell from  
20 Fry's. I agree with what Mr. Small reported. And we are  
21 in agreement in having a hearing reserved for next  
22 Wednesday or so.

23                   THE SPECIAL MASTER: Okay. And the  
24 purpose of the hearing -- you used the word hearing, it

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1 will just be, again, a status conference.

2 MR. SMALL: Yes, that's certainly our  
3 contemplation for the class plaintiffs that it would just  
4 be to report to Your Honor either that we reached  
5 agreement with Fry's or that we have open issues that we  
6 were not able to reach agreement on and talk about how to  
7 proceed, if that is the case.

8 THE SPECIAL MASTER: Okay. Good.

9 MR. POWELL: Fry's is in agreement with  
10 it.

11 THE SPECIAL MASTER: Good. Then I can  
12 -- just give me one moment, please.

13 If this time slot or even later works  
14 for everyone on the 13th, then we can do that. It would  
15 be 4:30 on the 13th; if it needs to be later on your end,  
16 then it can be later on my end as well.

17 MR. POWELL: This is Mike Powell for  
18 Fry's. 4:30 works fine for us.

19 MR. SMALL: That's fine for us.

20 MS. SMITH: It's fine for AMD.

21 MR. RIPLEY: This is Richard Ripley.

22 Harding, can you make that because I  
23 will actually be on an airplane. But if you can make it  
24 we should just go ahead.



1 MR. DRANE: I can make it.

2 THE SPECIAL MASTER: Good. Then we will  
3 book 4:30 on June the 13th. And we have got a regularly  
4 scheduled conference, in any event, tomorrow, do we not?  
5 At least I think we do.

6 MS. SMITH: I am not sure if that's --

7 THE SPECIAL MASTER: We had last  
8 Thursday and that was cancelled. And I don't remember  
9 whether we are expecting to confer tomorrow, as I'm  
10 sitting here.

11 MR. SMALL: For what it's worth, Your  
12 Honor, I don't have that on my calendar.

13 MS. SMITH: Fred, do you know?

14 MR. COTTRELL: Yes. Your Honor, Fred  
15 Cottrell. The next one I have is for the 14th.

16 THE SPECIAL MASTER: Okay. All right.  
17 Then I will look forward to the date we just set and then  
18 the 14th.

19 (Discussion off the record.)

20 THE SPECIAL MASTER: In light of the  
21 time that we set for the Thursday, do you want to simply  
22 use that time?

23 MR. SMALL: If that's more convenient  
24 for Your Honor.

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1 THE SPECIAL MASTER: It matters not to  
2 me.

3 MR. SMALL: I am indifferent, Your  
4 Honor, which day we do it. I think either would work  
5 just fine.

6 MR. POWELL: What time is the matter on  
7 Thursday?

8 THE SPECIAL MASTER: 11:00, I believe.

9 MR. COTTRELL: That's correct, Your  
10 Honor.

11 MR. POWELL: It's a bit early for us  
12 West Coasters.

13 THE SPECIAL MASTER: Okay. We can keep  
14 the 4:30.

15 MS. SMITH: This is Linda Smith. I  
16 think that's a good idea anyway, one of the things I'm  
17 not sure we mentioned is -- and maybe this isn't the  
18 case: If we are able to reach a complete agreement  
19 between now and then, we may collectively send the Court  
20 an e-mail saying that there is no need for the call.

21 THE SPECIAL MASTER: If it comes to  
22 that, that's fine.

23 MS. SMITH: Okay. And if we haven't  
24 reached an agreement, this could be a substantive call on

1 Fry's part. And I think we have plenty on our plate with  
2 whatever may be necessary to discuss on the 14th. So I  
3 think it would be a good solution.

4 THE SPECIAL MASTER: The only caution  
5 that I have with anything substantive, if you are going  
6 to be serving up the remaining issue paper, if you will,  
7 I'm not sure I'm going to be able to have the time at the  
8 4:30 slot to deal with that in light of other commitments  
9 that I have.

10 So it may be that 4:30 becomes the  
11 advice that there are substantive issues left to be dealt  
12 with and I may not be able to schedule that until the  
13 next week.

14 MR. SMALL: This is Dan small, Your  
15 Honor.

16 I think it would be fine for us to maybe  
17 preview for Your Honor what the problems are, if there  
18 are any, and then we can set up a procedure for handling  
19 those.

20 THE SPECIAL MASTER: Okay. All right.  
21 Then I would look forward either to an email saying that  
22 there is no need for the 4:30 call or we will use the  
23 4:30 call in the fashion you just suggested.

24 Anything else?

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1

MR. SMALL: Not at this time, Your

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Honor.

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MS. SMITH: Thank you, Your Honor.

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MR. POWELL: Thank you, Your Honor.

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(The hearing concluded at 4:50 p.m.)

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C E R T I F I C A T E

STATE OF DELAWARE:

NEW CASTLE COUNTY:

I, Ellen Corbett Hannum, a Notary Public within and for the County and State aforesaid, do hereby certify that the foregoing teleconference was taken before me, pursuant to notice, at the time and place indicated; that the statements of participants were correctly recorded in machine shorthand by me and thereafter transcribed under my supervision with computer-aided transcription; that the transcript is a true record of the statements given by the participants; and that I am neither of counsel nor kin to any party in said action, nor interested in the outcome thereof.

WITNESS my hand and official seal this 12th day of June A.D. 2007.

*Ellen Corbett Hannum*

Ellen Corbett Hannum, RMR, CMRS  
Notary Public - Reporter  
Delaware Certified Shorthand Reporter  
Certification No. 118-RPR

