

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ADVANCED MICRO DEVICES,)	
)	
Plaintiffs,)	Civil Action No.
)	05-441-JJF
v.)	
)	
INTEL CORPORATION,)	
)	
Defendant.)	

Teleconference in above matter taken pursuant to notice before Renee A. Meyers, Registered Professional Reporter and Notary Public, in the offices of Blank Rome, LLP, 1201 North Market Street, Wilmington, Delaware, on Friday, February 8, 2008, beginning at approximately 2:00 p.m., there being present:

BEFORE:

THE HONORABLE VINCENT J. POPPITI, SPECIAL MASTER

APPEARANCES:

O'MELVENY & MYERS
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 MARK SAMUELS, ESQ.
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for Class

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1 SPECIAL MASTER POPPITI: Let's go back
2 to the beginning and start with Fred, please.

3 MR. COTTRELL: Yes, Your Honor. In
4 Wilmington, for AMD, Fred Cottrell, and I will let
5 Mr. Samuels at O'Melveny introduce everybody with him.

6 SPECIAL MASTER POPPITI: Thanks,
7 Mr. Cottrell.

8 MR. SAMUELS: Yes. Mark Samuels here
9 with O'Melveny & Myers, and on the line with me are Bo
10 Pearl, excuse me, James Pearl, and Jennifer Chang, and,
11 as well, Beth Osmond from AMD.

12 SPECIAL MASTER POPPITI: Thank you very
13 much.

14 MR. HOLZMAN: For the Class, James
15 Holzman, Prickett, Jones, Wilmington.

16 SPECIAL MASTER POPPITI: Thank you.

17 (Discussion off the record.)

18 SPECIAL MASTER POPPITI: Has everyone
19 identified themselves, please?

20 MR. HORWITZ: Jim, is anyone else on for
21 the Class with you?

22 MR. HOLZMAN: I haven't heard anyone,
23 Rich. I understand Mike Lehmann of the Cohen, Milstein
24 firm was going to join us, and if he is not on, I think

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1 we can go forward anyway. I will try to send him a note.

2 MR. HORWITZ: Judge, for Intel, it's
3 Rich Horwitz, Potter, Anderson in Wilmington, and I will
4 let the other folks introduce themselves again.

5 SPECIAL MASTER POPPITI: Thanks again.

6 (Discussion off the record.)

7 SPECIAL MASTER POPPITI: The reason for
8 the call today is I can report to everyone that absent
9 some answers to some questions that I think are going to
10 be important for me to pose and absent any other
11 production on my in camera review, I am at least finished
12 the review. That does not mean that I am ready to say,
13 No. 1, the documents are to be produced. Obviously,
14 there is something else, in terms of a decision, that I
15 have to offer with respect to that.

16 I would expect that the documents should
17 be ready for purposes of my saying they are complete and
18 ready for production, if production is appropriate,
19 sometime toward the end of next week.

20 My somewhat of a dilemma, and I have to
21 do it rather generically because everyone is
22 participating on the call, there are some questions that
23 I believe will be important for me to pose to Intel for
24 the purpose of determining whether, in fact, I have

1 completeness, and without saying more, I want you to at
2 least assist me with coming up with some mechanism to do
3 that.

4 And my expectation is that once we work
5 out that mechanism, that teleconference, and I think it
6 should be in the form of a teleconference unless there is
7 a suggestion otherwise, is likely to take maybe a half
8 hour at most, maybe 45 minutes. The reason why I think
9 it's important to do that --

10 MR. LEHMANN: Hi, it's Mike Lehmann.
11 Sorry I am late.

12 SPECIAL MASTER POPPITI: Thank you, sir.
13 The reason why I think it's important to
14 do that before actually sitting down with everyone in the
15 same room and having me, if you will, point and click to
16 Intel in terms of what my colorations are to the
17 production that has been provided to me, I think I need
18 to have that conversation for purposes of either saying,
19 Okay, in light of your answer, I need the following, or,
20 Okay, in light of your answers, I am satisfied that what
21 I have is complete and I understand everything that is on
22 these pages for purposes of making a judgment that there
23 should be production or there shouldn't be production and
24 the reasons for same.

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1 Now, that's kind of where I am. And I
2 am not sure that I can be, and I have given some thought
3 to this, I don't think I can be anymore particular than
4 that without discussing what my issues are in front of
5 everyone.

6 The conversation that I propose that I
7 have with Intel, I think it would be appropriate for that
8 conversation to be recorded -- by "recorded," I mean we
9 have a court reporter -- for that transcript to be
10 sealed, and it would only be used in a case where there
11 is some challenge to the process, if you will, so that
12 Judge Farnan, if called upon, would have complete
13 understanding as to what I have done.

14 MR. COOPER: Your Honor, this is Bob
15 Cooper. That procedure is certainly in line with what,
16 over the past years, I have found have been -- has been
17 done by a Special Master or a Court when they have been
18 looking at documents in camera, and it seems entirely
19 appropriate to me. The way it would be held would be a
20 meeting between you and representatives of Intel which
21 would then be recorded but maintained in confidence for
22 the time being.

23 Now, I should add one thing. We have
24 committed to get back to you this week with respect to

1 whether or not there were additional documents.

2 SPECIAL MASTER POPPITI: Yes, you did,
3 indeed, and I was going to ask that question.

4 MR. COOPER: We have found some. I
5 should let someone else describe them here, but it's not
6 anything substantial, but, nevertheless, you should be
7 aware of it.

8 SPECIAL MASTER POPPITI: Okay.

9 MR. LEVY: Your Honor, this is Richard
10 Levy.

11 SPECIAL MASTER POPPITI: Mr. Levy,
12 please.

13 MR. LEVY: I am a bit sheepish in saying
14 this only because I had really hoped that at the end of
15 last week, we had received all of the documents. In
16 fact, we received about an inch worth of additional
17 documents that we have been furiously color coding to get
18 to you and get out the door today and will plan on
19 delivering it to you this evening.

20 SPECIAL MASTER POPPITI: That's fine.

21 MR. LEVY: And it is our understanding
22 that with an exception that I am going to tell you about
23 in a second, that will be all the documents we will
24 produce.

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1 I don't know if we will produce any
2 additional, but my understanding is that there happened
3 to have been an interview of two custodians this last
4 week, and I am not sure whether anything has been put to
5 paper or any -- or there has been any summary. I don't
6 even know whether we need to submit anything.

7 But absent that, I have been assured
8 that there are no further documents, and, as I said, I
9 regret that I haven't known that beforehand and I regret
10 that I am going to have to supply that to you later than
11 I thought.

12 SPECIAL MASTER POPPITI: And I
13 understand, I appreciate your candor, and there is no
14 need for your regret. I look forward to receiving
15 whatever you have.

16 I would suggest this: If they are going
17 to be coming, obviously, they are going to be coming from
18 Mr. Horwitz's office, our doors, for purposes of
19 accepting mail after hours, close, they close at around
20 5:30, and my concern is I don't want the production to be
21 dumped into an overnight box that I am going to have some
22 difficulty getting into.

23 MR. LEVY: I am hopeful that it's going
24 to be during the course of business on Monday.

1 SPECIAL MASTER POPPITI: I am sorry.

2 MR. LEVY: We are going to mail them
3 tonight and hopefully deliver them to you in the morning
4 or sometime Monday.

5 SPECIAL MASTER POPPITI: That's fine.
6 That's fine. I misunderstood what you said. Monday is
7 fine.

8 MR. LEVY: Thank you, Your Honor.

9 SPECIAL MASTER POPPITI: With that, may
10 I hear from AMD and from the Class regarding my proposal
11 to have a transcribed teleconference? And I do think
12 that it will work for a teleconference. I don't think I
13 need to have someone here live because even if -- even if
14 it's important for me to identify a page, if you will,
15 out of all the bates pages that you have provided,
16 whoever will be on the other end of the line, I would
17 expect, would have the availability of that page or those
18 pages in front of them.

19 I am not sure that it's important for me
20 to have someone here live. I don't want to create that
21 inconvenience, if you will, unless someone thinks it's
22 important to do it that way.

23 MR. SAMUELS: It's Mark Samuels.
24 Certainly the procedure that you have outlined is

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1 agreeable to us. I assume that the teleconference would
2 be with counsel for Intel rather than individual
3 witnesses for Intel; am I understanding that correctly?

4 SPECIAL MASTER POPPITI: That's what I
5 envision. It may be that I would ask a question that
6 could result in an answer saying, We are going to have to
7 check that and get back with you. But, yes, I do not
8 want to be dealing with any witnesses, if you will.

9 MR. SAMUELS: Very well, Your Honor. So
10 that's fine with us.

11 One other point -- "fine with us,"
12 meaning AMD. I don't want to speak for Class.

13 There is one other item I did want to
14 raise, though. Mr. Levy indicated that there are more
15 materials yet to be provided to Your Honor. One thing we
16 were expecting upon the completion of the production are
17 representations in writing that the production to Your
18 Honor has been -- is complete and that no materials are
19 being withheld that contain factual information that is
20 not contained in the materials that have been provided to
21 you, and I assume there is no controversy about that, but
22 I didn't want that to get lost in the shuffle here.

23 SPECIAL MASTER POPPITI: I am glad you
24 posed the, at least offered the issue. Mr. Levy, will

1 that document be provided at the same time that these
2 documents will be provided on Monday, or are you
3 expecting that it's important to wait a brief period of
4 time before you do that?

5 MR. LEVY: Your Honor, we planned on
6 doing it at the same time. As I told you at -- the only
7 hiccup I have with regard to that are these two new
8 interviews and I haven't figured out whether, in fact, we
9 are submitting anything. So absent that, we are
10 anticipating that it will be part of a letter that will
11 get to you sometime on Monday, and as we have done
12 before, there will be a copy of that letter that will go
13 to Mr. Samuels and his office.

14 SPECIAL MASTER POPPITI: Okay. Well,
15 you have identified that there were interviews, so the
16 record is certainly protected with respect to that. If
17 there is any production that has to be provided either
18 pursuant to paragraph eight, then I am confident that you
19 will do that, and if there is any further production to
20 me for in camera purposes, it will happen, I am just
21 going to say it should happen as soon as it can. I think
22 that's the appropriate way to do that.

23 MR. LEVY: Thank you, Your Honor.

24 SPECIAL MASTER POPPITI: And my

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1 question, since everyone is on the line, if you will give
2 me one moment, please.

3 MR. LEHMANN: I should add, Your Honor,
4 Michael Lehmann on behalf of the Class plaintiffs, that
5 we are fine with your proposed procedure as well.

6 SPECIAL MASTER POPPITI: I am sorry. I
7 checked the box too quickly. Thank you, sir. Just one
8 moment.

9 Counsel, I have anticipated that the
10 review would, in fact, take through next week, and I am
11 certainly pleased that it hasn't, so I am available
12 virtually any time next week after Monday. I could do it
13 Monday afternoon after four.

14 MR. COOPER: Your Honor, why don't we
15 schedule it a little bit later so you will have had the
16 benefit of the documents we are forwarding.

17 SPECIAL MASTER POPPITI: That's fine.
18 And if we want to do, how does the 13th, any time in the
19 afternoon, work?

20 MR. LEHMANN: That's fine on behalf of
21 Class plaintiffs.

22 MR. SAMUELS: I assume this would be a
23 call just with Intel counsel?

24 SPECIAL MASTER POPPITI: That's correct.

1 I am really looking only to Intel's calendar, but I
2 certainly want everyone to be advised when I set this.

3 Are you all there?

4 MR. LEVY: I thought I had asked what
5 time you would like to do it.

6 SPECIAL MASTER POPPITI: I am sorry.

7 MR. LEVY: The 13th in the afternoon is
8 fine by us. Just give us a time.

9 SPECIAL MASTER POPPITI: Why don't we do
10 it at 1:00.

11 MR. HORWITZ: Your Honor, if 1:00 works
12 for everyone else, then I will get someone else to
13 participate here.

14 SPECIAL MASTER POPPITI: I can do it
15 later.

16 MR. HORWITZ: Could we do it at 3:00 our
17 time?

18 SPECIAL MASTER POPPITI: We can.

19 MR. HORWITZ: Does that work out in
20 California?

21 MR. LEVY: That will be fine.

22 SPECIAL MASTER POPPITI: Then let's set
23 it for 3:00 p.m., and, Renee, please, we want you to be
24 taking the transcript for that, but it is one that will

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1 not be, it will not be filed and it would not be made
2 available to anyone other than Mr. Horwitz, and, of
3 course, to me.

4 Any other questions, please, or
5 comments?

6 MR. LEVY: None here, Your Honor.

7 MR. SAMUELS: None from AMD, Your Honor.

8 SPECIAL MASTER POPPITI: Thank you all
9 for your time.

10 (The teleconference was concluded at
11 2:19 p.m.)

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C E R T I F I C A T E

STATE OF DELAWARE:

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NEW CASTLE COUNTY:

I, Renee A. Meyers, a Registered Professional Reporter, 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 teleconference was correctly recorded in machine shorthand by me and thereafter transcribed under my supervision with computer-aided transcription; that the foregoing teleconference is a true record; and that I am neither of counsel nor kin to any party in said action, nor interested in the outcome thereof.

WITNESS my hand this 8th day of February A.D. 2008.

Renee A. Meyers

RENEE A. MEYERS
REGISTERED PROFESSIONAL REPORTER
CERTIFICATION NO. 106-RPR
(Expires January 31, 2011)

