

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

| | |
|---|-------------------------------|
| LAWRENCE E. JAFFE PENSION PLAN, On) | Lead Case No. 02-C-5893 |
| Behalf of Itself and All Others Similarly) | (Consolidated) |
| Situated,) | |
| |) <u>CLASS ACTION</u> |
| Plaintiff,) | |
| |) Judge Ronald A. Guzman |
| vs.) | Magistrate Judge Nan R. Nolan |
| |) |
| HOUSEHOLD INTERNATIONAL, INC., et) | |
| al.,) | |
| |) |
| Defendants.) | |
| _____) | |

**DECLARATION OF AZRA Z. MEHDI IN SUPPORT OF LEAD PLAINTIFFS'
OPPOSITION TO HOUSEHOLD DEFENDANTS' MOTION FOR PARTIAL
RECONSIDERATION OF THE COURT'S SEPTEMBER 28, 2005 ORDER**

REDACTED VERSION

I, AZRA Z. MEHDI, declare as follows:

1. I am an attorney duly licensed to practice before all of the courts of the States of California, New York and in the Northern District of Illinois. I am a member of the law firm of Lerach Coughlin Stoia Geller Rudman & Robbins LLP, one of the counsel of record for plaintiff in the above-entitled action. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto.

2. Attached are true and correct copies of the following exhibits:

- Exhibit 1: Excerpts from a Submission Notification of Form-8K SEC filing, produced on October 2, 2005;
- Exhibit 2: Martindale.com lawyer biographies for Martin Lipton and Andrew R. Brownstein, produced on June 23, 2005;
- Exhibit 3: Registration Statement, SEC Form S-3 filed on October 24, 2002, produced on September 30, 2005;
- Exhibit 4: Excerpts from Prospectus Supplement to Prospectus dated April 7, 2000, produced on September 27, 2005;
- Exhibit 5: Excerpts from Prospectus Supplement dated May 11, 2001 to Prospectus dated November 3, 1999, produced on January 19, 2005;
- Exhibit 6: Compilation of various news releases, produced on September 30, 2005, June 23, 2005, August 31, 2005, May 17, 2005, April 22, 2005, April 13, 2005, April 5, 2005, March 31, 2005, March 9, 2005, January 17, 2005, December 21, 2004, November 10, 2004;
- Exhibit 7: Excerpts of brochures provided to customers, produced on December 21, 2004;
- Exhibit 8: Print-outs of publicly available websites from 2000 to 2002, produced on December 21, 2004;
- Exhibit 9: Restated Certificate of Incorporation of Household International, Inc., produced on September 30, 2005;
- Exhibit 10: Blank Loan Repayment and Security Agreement form, produced on February 24, 2005;
- Exhibit 11: Compilation of various analyst reports, produced on June 23, 2005;

Exhibit 12: Washington Department of Financial Institutions Expanded Report of Examination for Household Finance Corporation III as of April 30, 2002, produced on September 15, 2005; and

Exhibit 13: July 8, 1998 memo to the Board of Directors regarding an Art Auction, produced on June 23, 2005.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed this 17th day of October, 2005, at San Francisco, California.

/S/ Azra Z. Mehdi

AZRA Z. MEHDI

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**Exhibits 1 through 13
Filed Under Seal**

DECLARATION OF SERVICE BY UPS OVERNIGHT AND BY EMAIL

I, the undersigned, declare:

1. That declarant is and was, at all times herein mentioned, a citizen of the United States and employed in the City and County of San Francisco, over the age of 18 years, and not a party to or interested party in the within action; that declarant's business address is 100 Pine Street, Suite 2600, San Francisco, California 94111.

2. That on October 17, 2005, declarant served by UPS Overnight and by email the: **DECLARATION OF AZRA Z. MEHDI IN SUPPORT OF LEAD PLAINTIFFS' OPPOSITION TO HOUSEHOLD DEFENDANTS' MOTION FOR PARTIAL RECONSIDERATION OF THE COURT'S SEPTEMBER 28, 2005 ORDER – REDACTED VERSION** to the parties listed on the attached Service List. The parties' email addresses are as follows:

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I declare under penalty of perjury that the foregoing is true and correct. Executed this 17th day of October, 2005, at San Francisco, California.

/S/ Monina O. Gamboa

MONINA O. GAMBOA

HOUSEHOLD INTERNATIONAL (LEAD)

Service List - 10/14/2005 (02-0377)

Page 1 of 2

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HOUSEHOLD INTERNATIONAL (LEAD)

Service List - 10/14/2005 (02-0377)

Page 2 of 2

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