

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION

LAWRENCE E. JAFFE PENSION PLAN, ON BEHALF OF ITSELF AND ALL OTHERS SIMILARLY SITUATED,  Plaintiff,  - against -  HOUSEHOLD INTERNATIONAL, INC., ET. AL.,  Defendants.	} } } } } } } } } }	Lead Case No. 02-C-5893 (Consolidated)  CLASS ACTION  Judge Ronald A. Guzman Magistrate Judge Nan R. Nolan
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**DECLARATION OF LANDIS C. BEST IN SUPPORT OF  
DEFENDANTS' MOTION FOR (1) A DIRECTION THAT PLAINTIFFS COMPLY  
WITH THIS COURT'S OCTOBER 26, 2005 DISCOVERY ORDER; AND (2) A  
PROTECTIVE ORDER QUASHING PLAINTIFFS' MARCH 1, 2006 DEPOSITION  
NOTICE BECAUSE IT ADMITTEDLY VIOLATES THAT ORDER**

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I, LANDIS C. BEST, declare as follows:

1. I am a member of the bar of the State of New York and a member of the firm Cahill Gordon & Reindel LLP, attorneys for defendants Household International, Inc., Household Finance Corporation, William F. Aldinger, David A. Schoenholz, Gary Gilmer, and J.A. Vozar (the "Household Defendants") in this action. I have been admitted *pro hac vice* in this matter. I submit this declaration to place before the Court certain information and documents referenced in the Household Defendants' Motion for (1) a Direction That Plaintiffs Comply With This Court's October 26, 2005 Discovery Order; and (2) a Protective Order Quashing Plaintiffs' March 1, 2006

Deposition Notice Because it Admittedly Violates that Order. I have personal knowledge of the matters stated herein and, if called upon, I could competently testify thereto.

2. On March 3, 2006, I participated in a telephonic meet and confer with Azra Mehdi, D. Cameron Baker, and Sylvia Sum of Lerach Coughlin Stoia Geller Rudman & Robbins LLP regarding Plaintiffs' March 1, 2006 Notice of Depositions Pursuant to Federal Rule of Civil Procedure 26 and 30 (the "March 1 Notice"). I was joined by my colleague Jason Hall mid-way through the teleconference. Plaintiffs' counsel acknowledged during the call that the March 1 Notice did not comply with the Court's prior October 26, 2005 discovery Order permitting 35 depositions per side. During the meet and confer, I suggested that the parties reserve their rights regarding the 35 deposition limit, and that Plaintiffs prioritize among the 54 individuals named in the March 1 Notice, so as to determine which deponents to include among the remaining depositions of the 35 Plaintiffs have been allotted by the Court. Additionally, I offered that once Plaintiffs had noticed and taken 35 depositions, Defendants would consider Plaintiffs' requests for additional depositions, if Plaintiffs believed more would be necessary. I further offered that if there were any dispute on this subject at that time, the parties would then — and only then — seek relief from the Court.

3. Plaintiffs' counsel rejected Defendants' offer. Instead, Plaintiffs' counsel indicated that they would stand by the March 1 Notice.

4. Attached hereto as Exhibit A is a true and correct copy of the relevant portions of the transcript of the October 26, 2005 status conference in this matter.

5. Attached hereto as Exhibit B is a true and correct copy of the March 1, 2006 letter from Azra Mehdi, Esq., to me, attaching Plaintiffs' March 1 Notice.

6. Attached hereto as Exhibit C is a true and correct copy of my letter of March 2, 2006 to Azra Mehdi, Esq.

7. Attached hereto as Exhibit D is a true and correct copy of the March 3, 2006 letter from Azra Mehdi, Esq., to me.

8. Attached hereto as Exhibit E is a true and correct copy of my letter of March 7, 2006 to Azra Mehdi, Esq., and Cameron Baker, Esq.

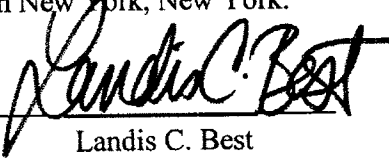
9. Attached hereto as Exhibit F is Plaintiffs' February 13, 2006 Notice of Depositions Pursuant to Federal Rule of Civil Procedure 26 and 30.

10. Attached hereto as Exhibit G is Judge Guzman's Memorandum Opinion and Order entered February 28, 2006.

11. Attached hereto as Exhibit H is a true and correct copy of the February 2, 2006 letter from D. Cameron Baker, Esq., to me.

12. Attached hereto as Exhibit I is a true and correct copy of the February 2, 2006 letter from D. Cameron Baker, Esq., to Patricia Farren.

I declare under penalty of perjury under the laws of the State of New York that the foregoing is true and correct. Executed this 8th day of March, 2006, in New York, New York.

  
Landis C. Best