

**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 LUKE O. BROOKS IN SUPPORT OF THE CLASS' REPLY IN
SUPPORT OF MOTION TO COMPEL FURTHER RESPONSES TO THE CLASS'
QUESTIONS FOR PER EKHOLDT CONCERNING EXHIBIT 13
AND THE PRODUCTION OF DOCUMENTS UNDERLYING
WILMER, CUTLER & PICKERING REPORTS**

[REDACTED VERSION]

I, LUKE O. BROOKS, declare as follows:

1. I am an attorney duly licensed to practice before all of the courts of the State of California and am admitted to the General Bar of the United States District Court in the Northern District of Illinois. I am associated with the law firm of Lerach Coughlin Stoia Geller Rudman & Robbins LLP, lead counsel for plaintiffs and the Class 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 A: Audit Committee Activities Report to the Board of Directors on 2002, Bates No. HHS 03250300;

Exhibit B: Deposition transcript cover for the depositions by the SEC of William F. Aldinger; John W. Benke; Timothy Condon; Paul Makowski; Helen Markell; Daniel J. Pantelis; Craig Peters; David A. Schoenholz; Patrick D. Schwartz; David X. Stockdale; Joseph A. Vozar; Steven McDonald; John R. Davis; and Gary Gilmer;

Exhibit C: Email from John Blenke to HSBC dated March 22, 2003, Bates No. HHS-E 0012752.0001;

Exhibit D: Outline of changes to internal controls and procedures, Bates Nos. HHS-E 0012753.0001-0005;

Exhibit E: Email from David A. Schoenholz dated March 13, 2003, Bates Nos. HHS-E 0012699.0001-.0002;

Exhibit F: Email from David Shaw dated March 13, 2003, Bates No. HHS-E 0012695.0001-0002;

Exhibit G: (Redacted) Minutes of the Special Audit Committee Meeting dated March 17, 2003, Bates No. HHS 03250311-12;

Exhibit H: Email from Paul Lee dated March 18, 2003 enclosing consent letter, Bates Nos. HHS-E 0012730.0001, 0012731.0001;

Exhibit I: Attendee list for the March 24, 2003 Special Audit Committee meeting, Bates No. HHS 03250309;

Exhibit J: Attendee list for the March 10, 2003 Special Audit Committee meeting, Bates No. HHS 03250313;

- Exhibit K: Letter from Wilmer, Cutler & Pickering to the Audit Committee dated March 18, 2003;
- Exhibit L: Russell J. Bruemmer profile downloaded and printed on November 17, 2006 from Wilmer Hale website at www.Wilmerhale.com;
- Exhibit M: James R. Wrathall profile downloaded and printed on November 17, 2006 from Wilmer Hale website at www.Wilmerhale.com; and
- Exhibit N: Letter from the SEC to Kattin Muchin Zavis Rosemman dated July 10, 2003.
- Exhibit O: Letter from Coughlin & Conforti to Little Mendelson dated November 26, 2002, Bates No. 004653-64;
- Exhibit P: Draft letter from John W. Benke to KPMG dated March 17, 2003, Bates No. HHS- 0018433-0001; and
- Exhibit Q: Letter from Kattin Muchin Zavis Rosemman to the SEC dated January 21, 2004, Bates No. HHS 02765165-67.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 17th day of November, 2006.

s/Luke O. Brooks

LUKE O. BROOKS

DECLARATION OF SERVICE BY EMAIL AND BY U.S. MAIL

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 November 17, 2006, declarant served by electronic mail and by U.S. Mail to the parties the: **DECLARATION OF LUKE O. BROOKS IN SUPPORT OF THE CLASS' reply in support of MOTION TO COMPEL FURTHER RESPONSES TO THE CLASS' QUESTIONS FOR PER EKHOLDT CONCERNING EXHIBIT 13 AND THE PRODUCTION OF DOCUMENTS UNDERLYING WILMER, CUTLER & PICKERING REPORTS [REDACTED VERSION]**. The parties' email addresses are as follows:

TKavaler@cahill.com
PSloane@cahill.com
PFarren@cahill.com
LBest@cahill.com
DOWen@cahill.com
NEimer@EimerStahl.com
ADeutsch@EimerStahl.com
MMiller@millerfaucher.com
LFanning@millerfaucher.com

and by U.S. Mail to:

Lawrence G. Soicher, Esq.
Law Offices of Lawrence G. Soicher
110 East 59th Street, 25th Floor
New York, NY 10022

David R. Scott, Esq.
Scott & Scott LLC
108 Norwich Avenue
Colchester, CT 06415

I declare under penalty of perjury that the foregoing is true and correct. Executed this 17th day of November, 2006, at San Francisco, California.

s/ Marcy Medeiros

MARCY MEDEIROS