

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 Wednesday, July 25, 2007, beginning at approximately 4:30 p.m., there being present:

BEFORE:

THE HONORABLE VINCENT J. POPPITI, SPECIAL MASTER

APPEARANCES:

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1                   SPECIAL MASTER POPPITI: Vincent Poppiti is  
2 object. I guess everyone else is either or being  
3 joined.

4                   OPERATOR: Your Honor, we now have all  
5 parties in conference.

6                   SPECIAL MASTER POPPITI: Thank you very  
7 much.

8                   OPERATOR: Would you like me to state all  
9 parties on the call now?

10                  SPECIAL MASTER POPPITI: Sure. That's good.

11                  OPERATOR: Fred Cottrell, Richard Volen,  
12 Renee Meyers, Daniel Small, Harding Drane, Mary Graham,  
13 Clayton Athey, Mike Powell, Mary Maloney, and just  
14 joining, we have Linda Smith.

15                  SPECIAL MASTER POPPITI: Thank you.

16                  OPERATOR: You're welcome.

17                  SPECIAL MASTER POPPITI: We have set the  
18 time for a status to see where we are with your meet and  
19 confers and issues with respect to production.

20                  MR. SMALL: Your Honor, if I may begin?

21                  SPECIAL MASTER POPPITI: Please.

22                  MR. SMALL: As you may recall, when we last  
23 spoke on Friday, the state of play was that we had an  
24 agreement with Frys that we would set a conference for

1 today by which time Frys would respond to our latest and  
2 final proposal we had made to resolve our motion to  
3 compel certain transactional data from Frys. And I am  
4 sorry to report, unless I have missed something, that we  
5 have not heard anything back from Frys on our latest  
6 proposal.

7 MR. POWELL: Your Honor, this is Mike Powell  
8 of Quinn Emanuel from Frys.

9 Mr. Small is correct, he has not heard back  
10 from us. The reason, your Honor, is we have the general  
11 counsel out on vacation and there -- the offer is being  
12 given due consideration and we had anticipated a  
13 response by today and before this call.

14 Unfortunately, all I can do, at this point,  
15 is ask that Class plaintiffs and your Honor permit us a  
16 little bit more time to try and respond to the offer.

17 SPECIAL MASTER POPPITI: Mr. Small.

18 MR. SMALL: Well, your Honor, I mean, it's  
19 been quite open-ended in general. We have been at this  
20 for, you know, many months, and, you know, I don't know  
21 what, exactly, Frys is representing that they will be  
22 able to do. You know, it's a little hard to just say,  
23 you know, give more time, particularly when, you know,  
24 we had a specific agreement, and I am not sure what

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1 changed from the time that we reached that agreement  
2 that Frys would get back to us today.

3 MR. POWELL: Your Honor, this is Mike Powell  
4 again. I am not sure that anything has changed other  
5 than, as I represented, my client is giving the offer  
6 due consideration. There are people who need to review,  
7 discuss, and approve the offer that are either on  
8 vacation or unattainable and we are doing the best we  
9 can.

10 MR. SMALL: Is there any way, your Honor,  
11 that Frys could, you know, tell us sort of where they  
12 are at in terms of how they view the proposal and give  
13 us any assurance on when, in fact, they would be able to  
14 get back to us with response to this proposal?

15 SPECIAL MASTER POPPITI: Let me, before that  
16 is done, I am not sure that you want me to be party to  
17 that discussion. I think that discussion should  
18 certainly occur and I see no reason why, regardless of  
19 who is available or who isn't available, if there is  
20 information to share in terms of the view of your  
21 proposal, I think it should be done. I think it should  
22 be done now, if you will.

23 The reason why I think it's important that I  
24 am not a party to that is because if it falls through,

1 then I expect both sides want to be able to take  
2 whatever steps they need to take to put the matter  
3 finally before me for purposes of making a  
4 determination. And if you have been unable to, through  
5 your meet and confers, to achieve resolution, I think  
6 it's going to be important for you to select what  
7 information you want me to have with respect to those  
8 meet and confers.

9           So, I don't want it done this moment, but I  
10 do want to -- I think it's important, given the length  
11 of time that has gone by, that I set a deadline when it  
12 is either, I hate to use the old phrase, "Fish or let's  
13 cut the bate and let's move on," and I'd like to set a  
14 reasonable time frame. I thought that having the  
15 additional week or four days, or whatever it was, was  
16 going to get it done.

17           Any sense as to when general counsel is  
18 going to be in a position to do this?

19           MR. POWELL: Your Honor, I don't have clear  
20 indication. I think if we were to put it over until --  
21 well, I'd have to say until Monday just because of my  
22 own schedule. I am out on Friday. You know, I -- you  
23 know, I appreciate your Honor setting a brief time  
24 period to get this resolved and we do want to get it

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1 resolved as well, so perhaps if we set it for Monday of  
2 next week, we will have the necessary pieces in place.

3 SPECIAL MASTER POPPITI: Well, if I do set a  
4 different time, I do that with the expectation that when  
5 we finish this call, that the very next conversation  
6 that will occur will be for you, Mr. Powell, to give  
7 some indication, if you have any, as to where the  
8 proposal stands and what the reaction to it is, if you  
9 have any. If you don't, you will tell them you don't.  
10 But I would like your commitment that that conversation  
11 will occur either before the end of business today or as  
12 early in the new business day tomorrow as your schedules  
13 permit.

14 MR. POWELL: I think that's fine, Your  
15 Honor. I would suggest tomorrow, just given the time  
16 difference between the East and the West Coast.

17 SPECIAL MASTER POPPITI: Mr. Small, do you  
18 agree?

19 MR. SMALL: Tomorrow morning would be fine,  
20 your Honor.

21 SPECIAL MASTER POPPITI: Let me set that  
22 whatever we do in the new week is as short as this is in  
23 terms of status, because if I am told that we are going  
24 to move forward on the original application, then it's



1 even going to be a shorter phone call than just a  
2 status.

3 So I would propose this -- just give me one  
4 minute -- how does 3:00 on Tuesday work with everyone?  
5 And if it works, I can only conference for a half hour.  
6 I have got another hearing that begins at 3:30.

7 MR. POWELL: That works for Frys, your  
8 Honor.

9 MR. SMALL: Your Honor, I am available at  
10 that time. This is Dan Small. You know, I would -- I  
11 mean, given the fact, your Honor, that we had an  
12 agreement that we would get a response by now from Frys  
13 and we don't have one, you know, I would certainly like  
14 to be able to think ahead a little bit, if we don't have  
15 resolution by our next conference Tuesday, as to how we  
16 would proceed. And I would suggest that if we don't  
17 have an agreement by Tuesday, that we spend time on the  
18 call Tuesday figuring out what would be the next  
19 procedures to mitigate this matter.

20 SPECIAL MASTER POPPITI: I agree with that.  
21 I would agree with that. We will schedule 3:00 and be  
22 prepared either to discuss what the resolution of the  
23 matter is or discuss a path forward if there is no  
24 resolution. Okay.

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1           The only other question that I want to ask,  
2 and I do hesitate to ask this, is the -- but I do it in  
3 any event because it's important for me to do this --  
4 has there been any discussion as to whether the  
5 resolution of the application to compel also addresses  
6 the issue of fee allocation?

7           MR. SMALL: Your Honor, I can say that has  
8 been a topic of discussion.

9           SPECIAL MASTER POPPITI: And the reason why  
10 I ask is you probably have gathered that I have not  
11 issued pro formas, I think my assistant told me, for the  
12 last two months, because I have, on my plate, your  
13 respective views of it and I don't intend to do anything  
14 with those pro formas until either I issue my view of  
15 that or you tell me that it's resolved in some other  
16 fashion. I think it's important for me, then, to  
17 forestall turning my attention to that in earnest next  
18 Tuesday.

19           Does that make sense?

20           MR. SMALL: Yes, your Honor.

21           MR. POWELL: I think that makes sense, your  
22 Honor.

23           SPECIAL MASTER POPPITI: All right. With  
24 that, then, Renee, can you be available both at 3:00 and

1 you are on at 3:30?

2 COURT REPORTER: Sure.

3 SPECIAL MASTER POPPITI: Good. And if  
4 everyone else can hang up and we leave Mr. Cottrell and  
5 Ms. Graham on the line, we have another matter to  
6 discuss, that would be good. I assume we can do that;  
7 correct? You know what, let me just get back -- I will  
8 call you both right after this. Fred, are you going to  
9 be available?

10 MR. COTTRELL: Yes, your Honor.

11 OPERATOR: I can disconnect whoever's line  
12 you need me to.

13 SPECIAL MASTER POPPITI: If you can  
14 disconnect everyone other than Fred Cottrell and Mary  
15 Graham.

16 OPERATOR: And yourself?

17 SPECIAL MASTER POPPITI: And we do not need  
18 a court reporter.

19 OPERATOR: So your Honor, Mr. Cottrell, and  
20 Miss Graham? Everyone else will be disconnected.

21 (The teleconference was concluded at 4:45  
22 p.m.)

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C E R T I F I C A T E

STATE OF DELAWARE:  
:  
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 26th day of July A.D. 2007.

*Renee A. Meyers*

RENEE A. MEYERS  
REGISTERED PROFESSIONAL REPORTER  
CERTIFICATION NO. 106-RPR  
(Expires January 31, 2008)

