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10	UNITED STATES DISTRICT COURT	
11	CENTRAL DISTRICT OF CALIFORNIA	
12	WESTERN DIVISION	
13	UMG RECORDINGS, INC., et al.,	Case No. CV-07-05744 AHM (AJWx)
14	Plaintiffs,	DECLARATION OF BRIAN LEDAHL IN SUPPORT OF UMG'S REPLY IN
15	r iamuiis,	SUPPORT OF MOTION FOR LEAVE TO AMEND COMPLAINT TO ADD
16	v.	DEFENDANTS
17	VEOH NETWORKS, INC.,	() Magistrate: Hon. A. Howard Matz
18	VEOTIVET WORKS, INC.,) Date: July 21, 2008
19	Defendant.) Time: 10:00 a.m.) Courtroom: 14
20) Discovery Cutoff: January 12, 2009
21) Discovery Cutoff: January 12, 2009) Pretrial Conference: April 6, 2009) Trial Date: April 21, 2009
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I, Brian Ledahl, declare as follows:

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- 1. I am an attorney at the law firm of Irell & Manella LLP, counsel of record for plaintiff UMG Recordings, Inc. and other affiliated UMG entities ("UMG") in this case. I am a member in good standing of the State Bar of California and have been admitted to practice before this Court. This declaration is submitted in support of UMG's reply brief in support of UMG's motion for leave to file an amended complaint. I have personal knowledge of the facts set forth below and if called as a witness, I could and would testify to these same facts under oath.
- Counsel for Veoh and UMG met and conferred regarding the instant motion on May 22, 2008. During that conference, counsel for UMG confirmed that UMG had a present basis to allege claims against Veoh's investors, but preferred to obtain discovery first in order to determine against which investors, if any, UMG should pursue claims. Veoh did not suggest that this position reflected any bad faith or was otherwise improper.
- 3. As of May 22, 2008, Veoh's investors had produced no substantive documents in response to UMG's subpoenas (though some had produced, for example, copies of a document preservation letter previously sent by UMG's counsel).
- 4. UMG served deposition notices on Veoh's investors on May 22 and 23, 2008. When UMG served the deposition notices, Veoh's investors had not produced any substantive documents in response to UMG's subpoenas. After Veoh's investors began producing documents, UMG deferred the depositions.
- To date, UMG has produced over 1.4 million pages of documents. 5. Veoh has produced approximately 5% of that total (fewer than 72,000 pages).
- Veoh refuses to produce many of the documents requested by UMG, 6. including the agreements by which Veoh licenses content from third parties and sells advertising.

- 7. Veoh has not yet produced a single internal email communication.
- 8. It is apparent that Veoh has not produced many of the documents that it had produced in its prior Northern District of California litigation against Io Group. For example, UMG believes that Veoh produced various internal email communications, as well as various internal documents from a so-called "wiki" that describe many aspects of its business and computer systems. These documents have not been produced in this case.
- 9. Veoh refuses to identify which of its employees' files it will search for responsive documents, and refuses to identify which search terms it will use to identify responsive documents. Further, Veoh refuses to clarify what documents it does intend to produce, or when they will be produced.

Executed on July 14, 2008, at Los Angeles, California.

I declare under penalty of perjury that the foregoing is true and correct.

Brian Ledahl