

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

AMGEN INC.,)
)
 Plaintiff,)
)
 v.)
)
 F. HOFFMANN-LA ROCHE LTD, a)
 Swiss Company, ROCHE DIAGNOSTICS)
 GMBH, a German Company, and)
 HOFFMANN LA ROCHE INC., a New)
 Jersey Corporation,)
)
 Defendants.)

Civil Action No.: 1:05-cv-12237 WGY

**DECLARATION OF WILLIAM G. GAEDE, III, IN SUPPORT OF
AMGEN INC.'S OPPOSITION TO DEFENDANTS' MOTION TO COMPEL
THE PRODUCTION OF DOCUMENTS**

I, William G. Gaede, III, declare as follows:

1. I am a partner with McDermott Will & Emery LLP and counsel for Amgen, Inc. in the above-captioned matter.

2. I am submitting this declaration in support of Amgen Inc.'s Opposition to Defendants' Motion to Compel the Production of Documents. I have knowledge of the following, and if called as a witness, could and would testify competently to the contents herein.

3. There are some communications that are not reflected in the meet and confer letters attached hereto. As reflected in my meet and confer letters, I explained to Roche that Amgen's concerns arose from the broad scope of Roche's document requests under Rule 26. There was discussion on this point, and as reflected in my letters, to the best of my recollection, Roche's attorneys never disagreed with my understanding of the scope of the requests. We also discussed whether Roche would produce drafts of documents, and whether Roche would produce documents after April 2006. On both points, Roche's attorneys refused to agree to such general principles, and stated that they would do so only in the context of a specific document request that Amgen had propounded on Roche.

4. Amgen informed Roche on several occasions that as part of its rolling production, Amgen already has produced some of the documents requested by Roche.

5. To date, Amgen has produced 256,654 pages related to the recently alleged antitrust counterclaims, 209,703 pages will be served next week, and several hundred thousand more pages of related documents are being reviewed to find responsive documents so that they may be produced before the document cut-off date.

6. In response to Mr. Mayell's January 17 letter (Exhibit 7) on whether Roche's understanding of the scope of documents Amgen would produce was accurate, I wrote back to him on January 18, informing him that Roche's understanding was incorrect. (Exhibit 4). The following day, Mr. Mayell called me. I explained to him that Amgen's primary concern was the scope of the requests under Rule 26, not that we were not providing memorandum, e-mails, and other responsive documents. After discussing the issue, Mr. Mayell was not willing to limit the scope of the requests to address Amgen's concerns. Roche's motion followed.

7. Attached as Exhibit 1 is a true and correct copy of a letter from William G. Gaede, III, of McDermott Will & Emery to Peter Fratangelo of Kaye Scholer, dated January 8, 2007.

8. Attached as Exhibit 2 is a true and correct copy of a letter from William G. Gaede, III, of McDermott Will & Emery to Peter Fratangelo of Kaye Scholer LLP, dated January 12, 2007.

9. Attached as Exhibit 3 is a true and correct copy of a letter from William G. Gaede, III, of McDermott Will & Emery to Peter Fratangelo of Kaye Scholer LLP, dated January 16, 2007.

10. Attached as Exhibit 4 is a true and correct copy of a letter from William G. Gaede, III, of McDermott Will & Emery to Manvin Mayell of Kaye Scholer LLP, dated January 18, 2007.

11. Attached as Exhibit 5 is a true and correct copy of a letter from Peter Fratangelo of Kaye Scholer LLP to William G. Gaede, III, of McDermott Will & Emery, dated January 9, 2007.

12. Attached as Exhibit 6 is a true and correct copy of a letter from Peter Fratangelo of Kaye Scholer LLP to William G. Gaede, III, of McDermott Will & Emery, dated January 10, 2007.

13. Attached as Exhibit 7 is a true and correct copy of a letter from Manvin S. Mayell of Kaye Scholer LLP to William G. Gaede, III, of McDermott Will & Emery, dated January 17, 2007.

14. Attached as Exhibit 8 is a true and correct copy of selected pages from Amgen Inc.'s Objections and Responses to Defendants' First Set of Requests for the Production of Documents and Things (Nos. 1-123), dated December 4, 2006.

I declare, under penalty of perjury, under the laws of the United States, that the foregoing is true and correct and that this Declaration was completed at Palo Alto, California this 26th day of January 2007.

s/s William G. Gaede, III
William G. Gaede, III

CERTIFICATE OF SERVICE

I hereby certify that this document filed through the Electronic Case Filing (ECF) system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on the above date.

/s/ Michael R. Gottfried

Michael R. Gottfried