

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

TIMEBASE PTY LTD.,

Plaintiff,

vs.

THE THOMSON CORPORATION, WEST
PUBLISHING CORPORATION, and
WEST SERVICES, INC.,

Defendants.

Civil No. 07-1687 (JNE/JJG)

**DECLARATION OF
KEVIN P. WAGNER**

I, Kevin P. Wagner, declare as follows:

1. I am an attorney with the law firm of Faegre & Benson LLP, am licensed to practice in the State of Minnesota, am admitted to practice before this Court, and am one of the attorneys representing defendants The Thomson Corporation, West Publishing Corporation, and West Services, Inc. (collectively “defendants”) in connection with the above action.

2. This declaration is submitted in support of Defendants’ Opposition To TimeBase’s Motion To Compel Responses To Interrogatories 1 And 7 And Various Document Requests.

3. Attached hereto as Exhibit A are true and correct copies of representative pages from financial compilations regarding the three original accused products produced by defendants in response to Interrogatory No. 1 (THOM0216858 – THOM0216869). These compilations, which were produced natively, total hundreds of pages when printed. **[FILED UNDER SEAL]**

4. Attached hereto as Exhibit B are true and correct copies of representative pages from financial compilations regarding Graphical Bills produced by defendants in response to Interrogatory No. 7 (THOM0220077). These compilations, which were produced natively, total dozens of pages when printed. **[FILED UNDER SEAL]**

5. Attached hereto as Exhibit C are a true and correct copy of letters from Thomson counsel to TimeBase counsel providing further explanation of defendants' answer to Interrogatory No. 1, including an October 7, 2009 letter; a November 4, 2009 letter; and a December 16, 2009 letter.

6. Attached hereto as Exhibit D is a true and correct copy of a March 12, 2010 letter from defendants' counsel to TimeBase counsel requesting a meet and confer pursuant to Local Rule 37.1 before any motion to compel was filed.

7. Attached hereto as Exhibit E is a true and correct copy of a March 15, 2010 letter from defendants' counsel to TimeBase counsel requesting a meet and confer pursuant to Local Rule 37.1 before any motion to compel was filed and further addressing the potential topics of TimeBase's motion to compel.

8. Attached hereto as Exhibit F are true and correct copies of the first four pages of THOM0216867. **[FILED UNDER SEAL]**

9. Defendants initiated a meet and confer regarding TimeBase's motion to compel on March 31, 2010. During that meet and confer, defendants further explained that profitability information is not tracked for all of Westlaw, but is tracked at the business unit level. Defendants asked TimeBase to specifically identify any deficiencies with defendants' responses to Interrogatories Nos. 1 and 7. Defendants also offered to produce names and communications for representative customers selected by TimeBase. In response, TimeBase

declined to identify any deficiencies with defendants' responses to Interrogatories Nos. 1 and 7, and instead pointed back to its motion. TimeBase also declined defendants' offer for representative customer information. Attached hereto as Exhibit G is a true and correct copy of a March 31, 2010 e-mail from TimeBase counsel to Thomson counsel regarding this meet and confer.

10. Attached hereto as Exhibit H is a true and correct copy of a February 10, 2010 e-mail from defendants' counsel TimeBase's counsel confirming that revenue information for Westlaw would be produced.

11. Attached hereto as Exhibit I is a true and correct copy of a financial compilation providing Westlaw revenue, produced by defendants in response to Interrogatory No. 1 (THOM0220078). **[FILED UNDER SEAL]**

12. Attached hereto as Exhibit J is a true and correct copy of an April 9, 2010 letter from defendants' counsel to TimeBase's counsel enclosing Thomson annual reports, business documents providing Westlaw revenue, and a business document providing a portion of Graphical Bills revenue.

13. Attached hereto as Exhibit K are true and correct copies of produced business documents providing Westlaw revenue (THOM0223189 – THOM0223215). **[FILED UNDER SEAL]**

14. Attached hereto as Exhibit L are true and correct copies of relevant excerpts from Thomson's Annual Reports from 2004 to present (THOM0222413 – THOM0223318).

15. In the course of this litigation, defendants' costs of collecting documents has averaged more than \$8,000 per document custodian, even before taking into account the costs of reviewing and producing collected documents.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct to the best of my knowledge and belief.

Dated: April 14, 2010

s/Kevin P. Wagner

Kevin P. Wagner