

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

EDWARD L. WHITE; EDWARD L.
WHITE, P.C.; and KENNETH ELAN, on
behalf of themselves and all others similarly
situated,

Plaintiffs,

v.

WEST PUBLISHING CORPORATION
d/b/a "West"; and REED ELSEVIER INC.,
d/b/a LexisNexis,

Defendants.

ECF CASE

Civil Action No. 12-CV-1340 (JSR)

**RULE 7.1 STATEMENT AND
RESPONSE TO COURT'S
FEBRUARY 24, 2012 ORDER**

Pursuant to Federal Rule of Civil Procedure 7.1 and to enable District Judges and Magistrate Judges of the Court to evaluate possible disqualification or recusal, the undersigned counsel for Defendant Reed Elsevier Inc. certifies that it is a wholly owned subsidiary of Reed Elsevier U.S. Holdings Inc.; Reed Elsevier U.S. Holdings Inc. has issued shares to Reed Technology and Information Services Inc., Reed Elsevier Inc. and Reed Elsevier Overseas B.V.; Reed Elsevier Overseas B.V. is owned by Reed Holdings BV, which, in turn, is directly and jointly owned by Reed Elsevier Group plc and Reed Elsevier (Holdings) Ltd. with the ultimate parent companies being Reed Elsevier PLC and Reed Elsevier NV. Both Reed Elsevier PLC and Reed Elsevier NV are publicly traded and have separate listings. Reed Elsevier PLC's shares are listed in London and New York and Reed Elsevier NV's shares are listed in Amsterdam and New York.

In response to the Court's February 24, 2012 Order seeking information regarding the relationship between Matthew Bender & Company, Inc. and Defendant Reed Elsevier Inc. (docket entry #3), the undersigned counsel for Defendant Reed Elsevier Inc. certifies

that Matthew Bender & Company, Inc. is a privately held corporation with the following three shareholders:

- Reed Elsevier Inc. (“REI”) – a named defendant in this action
- Reed Elsevier U.S. Holdings Inc. (“RE U.S.”) – the parent of REI
- Reed Elsevier Overseas B.V. – an affiliate of Reed Elsevier NV, one of the ultimate owners of RE U.S.

REI and RE U.S. collectively own approximately 88% of the shares of Matthew Bender & Company, Inc. LexisNexis is a division of REI, and its operations are closely coordinated with the operations of Matthew Bender & Company, Inc.

Dated: March 20, 2012
New York, New York

Respectfully Submitted,

MORRISON & FOERSTER LLP

/s/ James E. Hough

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