UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

LAWRENCE E. JAFFE PENSION PLAN, ON BEHALF OF ITSELF AND ALL OTHERS SIMILARLY SITUATED, Plaintiff, *- against -* HOUSEHOLD INTERNATIONAL, INC., ET. AL., Defendants.	Lead Case No. 02-C-5893 (Consolidated) CLASS ACTION Judge Ronald A. Guzman Magistrate Judge Nan R. Nolan

AFFIDAVIT OF DONNA L. MARKS IN SUPPORT OF DEFENDANTS' MOTION FOR SANCTIONS AND AN ORDER TO SHOW CAUSE WHY BRIAN DUFFY SHOULD NOT BE HELD IN CONTEMPT

STATE OF ILLINOIS)
: ss.:
COUNTY OF COOK)

DONNA L. MARKS, being first duly sworn, deposes and says:

1. I am a member of the bar of the State of Illinois and am employed as legal counsel for HSBC Finance Corporation ("HSBC") (f/k/a Household International, Inc. as the successor in interest to the merger between Household Finance Corporation and Household International, Inc.), Defendant in this matter. I submit this affidavit to place before the Court certain information and documents referenced in the Household Defendants' Motion for Sanctions and an Order to Show Cause Why Brian Duffy Should Not Be Held in Contempt.

2. On Tuesday, March 28, 2006 I was present in Chicago, Illinois at the deposition of Per Ekholdt, taken by Plaintiffs in this matter, as counsel for HSBC and for the witness. Also present

as counsel for HSBC and the witness were Alan Burden of HSBC, Janet Beer of Cahill Gordon & Reindel LLP and Jeremy Reiss of Cahill Gordon & Reindel LLP.

3. Also present at the deposition were a court reporter; a videographer; D. Cameron Baker of Lerach Coughlin Stoia Geller Rudman & Robbins LLP, counsel for the class; and, Brian Duffy, a consultant hired by the class. Mr. Duffy was seated to the left of Mr. Baker and directly across the table from me. Mr. Duffy had a large pile of documents on the table in front of him.

4. During the course of the deposition of Mr. Ekholdt, Mr. Baker marked a certain document as Exhibit 13. Upon being handed a copy of the marked exhibit, the witness, Mr. Ekholdt, requested a recess.

5. During the recess, Mr. Ekholdt informed Ms. Beer, Mr. Reiss, Mr. Burden and myself that the document which Mr. Baker had marked Exhibit 13 had been prepared by a member of Mr. Ekholdt's staff at his direction in order to respond to a request of the law firm Wilmer Cutler & Pickering, who at the time the document was prepared were counsel for Household in another matter.

6. Having learned the information referred to in Paragraph 5, Ms. Beer asserted on the record that the document marked Exhibit 13 was protected by privilege.

7. At that time, Mr. Baker returned several copies of the document marked Exhibit 13 to Ms. Beer.

8. Subsequent to Mr. Baker returning copies of the document marked Exhibit 13, I observed that Mr. Duffy had retained a copy of that document. Despite Ms. Beer's earlier assertion

of privilege as to the document, I observed that Mr. Duffy continued to take notes while examining the document as if to make a handwritten record of its contents. Specifically, Mr. Duffy looked at the document, looked at his notepad, wrote notes and then repeated this process.

9. Later, when Ms. Beer specifically requested that Mr. Duffy return any copy of the document in his possession, I observed that the document was not on the top of his pile. Rather, he had to remove several documents from his pile in order to find it.

Donna L. Marks

Sworn to before me this

6th day of April, 2006.

Notary Public

OFFICIAL SEAL
SHERI ROCHA
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES 09/12/08